

**SUBJECT TO PROTECTIVE ORDER  
-FILED UNDER SEAL**

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

ARISTA RECORDS LLC; ATLANTIC  
RECORDING CORPORATION; BMG  
MUSIC; CAPITOL RECORDS, INC.;  
ELEKTRA ENTERTAINMENT GROUP  
INC.; INTERSCOPE RECORDS; LAFACE  
RECORDS LLC; MOTOWN RECORD  
COMPANY, L.P.; PRIORITY RECORDS  
LLC; SONY BMG MUSIC  
ENTERTAINMENT; UMG RECORDINGS,  
INC.; VIRGIN RECORDS AMERICA, INC.;  
and WARNER BROS. RECORDS INC.,

Plaintiffs,

v.

LIME WIRE LLC; LIME GROUP LLC;  
MARK GORTON; GREG BILDSON; and  
M.J.G. LIME WIRE FAMILY LIMITED  
PARTNERSHIP,

Defendants.

06 Civ. 05936 (KMW)  
ECF CASE

**DECLARATION OF JILLIAN SONG IN SUPPORT OF REPLY TO PLAINTIFFS'  
MOTION FOR A PERMANENT INJUNCTION**

I, Jillian Song, the undersigned, hereby declare as follows:

1. My name is Jillian Song. I am over eighteen years of age, of sound mind, and in all ways qualified and competent to make this declaration. Except for those matters stated on information and belief, I have personal knowledge of the facts contained in this declaration. If called as a witness in this action, I could and would testify competently to the contents of this declaration.

2. I am employed by the law firm of Munger, Tolles & Olson LLP, counsel to Plaintiffs, as a litigation support specialist. On June 22, 2010, I was instructed to determine

whether I could locate the works listed in the Declaration of Brian Mendonca on the Internet without using the LimeWire software application.

3. I found all of the works identified in the Mendonca Declaration available on the Internet without using the LimeWire software. Each of the literary works identified in Paragraph 3 of the Mendonca Declaration is available for download at [www.gutenberg.org](http://www.gutenberg.org).

4. The Nine Inch Nails album "The Slip" is available through Nine Inch Nails' website at <http://dl.nin.com/theslip/signup>. I downloaded the album from this website without using the LimeWire software.

5. Live performances by the String Cheese Incident can be downloaded from <http://www.archive.org/details/StringCheeseIncident>. I downloaded a July 13, 2007 performance without using the LimeWire software.

6. Live performances by Gavin Degraw can be downloaded from <http://www.archive.org/details/GavinDegraw>. I downloaded a June 1, 2004 performance without using the LimeWire software.

7. On June 22, 2010, I was instructed to determine whether the most recent version of the LimeWire client software could be used to download certain sound recordings. At my direction, another employee of Munger, Tolles & Olson LLP visited the website <http://www.limewire.com> and clicked on the available link for "Get LimeWire Basic." The employee downloaded and installed the most recent version of the LimeWire Basic software. He confirmed that the version number is 5.5.9.

8. Using that version of the Lime Wire Basic software, at my direction the employee searched for the 30 recordings listed on the attached Exhibit 1. He saved a screenshot of the search results obtained for each song, and used the Lime Wire Basic software to download an

MP3 of each song to a computer hard drive. True and correct copies of the screenshots from these searches are attached as Exhibit 2.

9. The employee listened to each of the MP3 files that were downloaded through the LimeWire software. He confirmed that these files contained copies of 24 of the 30 recordings listed on Exhibit 1. Plaintiffs are separately seeking leave from the Court to submit in CD or DVD format the MP3 files downloaded through LimeWire.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: June 28, 2010  
Los Angeles, CA

  
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Jillian Song